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14 f/b/o Shirley Zelman Living Trust

15 **UNITED STATES DISTRICT COURT**
16 **NORTHERN DISTRICT OF CALIFORNIA**

17 SHIRLEY ZELMAN, TRUSTEE, F/B/O
18 SHIRLEY ZELMAN LIVING TRUST, on
19 behalf of plaintiff and all others similarly
20 situated,

21 Master File No. C-02-4656 CW

22 **STIPULATION AND ORDER**

23 Plaintiff,

24 v.

25 JDS UNIPHASE CORPORATION, JOZEF
26 STRAUS, KEVIN KALKHOVEN,
27 ANTHONY R. MULLER and CHARLES
28 J. ABBE,

29 Defendants.

STIPULATION AND ORDER

2 WHEREAS, Plaintiff Shirley Zelman, Trustee, f/b/o Shirley Zelman Living Trust
3 (“Plaintiff”), brought this action alleging violations of §§10(b) and 20(a) of the Securities Exchange
4 Act of 1934 in connection with the Shirley Zelman Living Trust’s investment in debt securities
5 called GOALs; and

6 WHEREAS, Alfred Zelman (Mrs. Zelman's husband), the only other trustee of the Shirley
7 Zelman Living Trust, was involved in many of the investment decisions for the Shirley Zelman
8 Living Trust; and

9 WHEREAS, in light of the foregoing, Mr. and Mrs. Zelman sought to add Mr. Zelman, in his
10 capacity as co-trustee of the Trust, as a proposed class representative, and Mrs. Zelman has
11 designated Mr. Zelman as a class representative in plaintiff's motion for class certification; and

12 WHEREAS, defendants are not prejudiced by the addition of Mr. Zelman as an additional
13 proposed class representative in that Mr. Zelman is merely the other co-trustee of the already-named
14 lead plaintiff. Furthermore, defendants' opposition brief to class certification is not due until
15 October 14, 2005. Accordingly, addition of Mr. Zelman as a proposed class representative does not
16 cause any delay to the briefing or determination of the class certification motion.

17 NOW THEREFORE, the parties to this action, by and through their undersigned counsel of
18 record, hereby stipulate as follows:

19 1. Alfred Zelman, as Trustee f/b/o Shirley Zelman Living Trust, is named as an additional
20 plaintiff and proposed class representative in this action. Defendants' non-objection to Mr. Zelman's
21 naming is without prejudice to their right to challenge class certification on any grounds, including
22 but not limited to the adequacy or typicality of the proposed class representatives.

23 2. Defendants also preserve all rights to challenge the claims of Mrs. Zelman, Mr. Zelman, or
24 any other member of the proposed class on any grounds, including but not limited to standing.

25 3. Defendants shall have the right to take discovery of Mr. Zelman, who will respond to the
26 Defendants' previously-served discovery requests on or before the deadline provided in the
27 discovery request previously served on Mrs. Zelman.

1 Dated: September 9, 2005

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1 Dated: September 9, 2005

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12 Attorneys for Defendant Kevin Kalkhoven

13 Dated: September 13, 2005

**PURSUANT TO STIPULATION, IT IS SO
14 ORDERED:**

15 /s/ CLAUDIA WILKEN

16 _____
17 The Honorable Claudia Wilken
18 United States District Judge